

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CENGAGE LEARNING, INC.
(f/k/a THOMSON LEARNING, INC.)
PEARSON EDUCATION, INC.
JOHN WILEY & SONS, INC., and
THE MCGRAW-HILL COMPANIES, INC,

Plaintiffs,

-against-

BUCKEYE BOOKS,
USED BOOK EXCHANGE,
TEXTBOOKSRUS.COM., LLC, and
PHILIP SMYRES,

Defendants.
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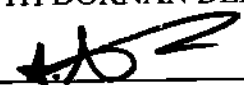
FED. R. CIV. P. 7.1
STATEMENT

07 Civ.

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiff, John Wiley & Sons, Inc. (a private non-governmental party) certifies that Plaintiff John Wiley & Sons, Inc. is a not subsidiary of any publicly held corporation and there is no public company which owns 10% or more of John Wiley & Sons, Inc.'s stock.

Dated: New York, New York
October 2, 2007

SMITH DORNAN DEHN PC

By: 

Aaron Georgiades, Esq. (AG8110)
Attorneys for Plaintiffs
Cengage Learning, Inc., Pearson
Education, Inc., John Wiley & Sons,

**Inc., and The McGraw-Hill
Companies**

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